

# Non-Confidential Minutes

## CORPORATION BOARD MEETING

Date:	20 October 2025	Time:	3.00 PM
Chairperson:	Sally Osmond	Location:	College Restaurant Annexe

Members	Name	Present	Role
1.	Stuart Compton (SC)	*	External Member
2.	Julian Cooper (JC)	*	External Member
3.	Debbie Ferguson (DF)	*	External Member
4.	Trevor Gabriele (TG)	*	External Member
5.	Matt Jones (MJ)	*	Staff (Curriculum) Member
6.	Neil McDougall (NM)	*	External Member
7.	Louise Muijen (LM)	*	External Member
8.	Sally Osmond (SO)	*	External Member & Chair
9.	Sue Richardson (SR)	*	Staff (Support) Member
10.	Chris Wilson (CWi)	*	External Member & Vice Chair
<b>Apologies:</b>			
1.	Lee Probert		Principal & Chief Executive (PCE)
2.	Lesley Black (LB)		External Member
3.	Tim Major		External Member
4.	Steve Dixon		External Member
<b>Absent:</b>			
1.	Tom Pegler (TP)		External Member
<b>In Attendance:</b>			
1.	Jo Houghton (JH)	*	Executive Director, Governance, Standards and Projects (EDGSP) (GP)
2.	Lee Jamieson (LJ)	*	Deputy Principal (DP)
3.	Julian Tucker (JT)	*	Executive Director, Finance (EDF)
4.	Cathy Wright (CW)	*	Executive Director, Corporate Services (EDCS)
5.	Nicola Danbury (ND)	*	Governance, Standards and Policies Administrator
<b>Quorum:</b>	40%		10 present - meeting quorate

Item		Reports
	<b>Distribution of Chromebooks and IT support</b> Chromebooks were distributed to governors by the IT team, to assist governors with accessing governance documentations and Newbury College emails.	
1	<b>Welcome and Apologies for Absence</b>	Verbal

	<p>The Chair welcomed everyone to the meeting, referred to the extended agenda and explained why it had been extended this time. Members were informed that as well as the usual governance items and update sections, there will also be discussion referring to the FEC recommendations and the SPA process.</p> <p>The Chair confirmed that the Chromebooks had been distributed and that the IT department are happy to support Members using them, if needed.</p> <p>The Chair informed Members that there were some late papers and some revisions to papers and that these would be pointed out during the meeting. These revisions will allow the Board to see the most up to date data.</p> <p>Apologies were received and accepted from Lee Probert, Lesley Black, Russell Shackleton and Steve Dixon. Tom Peglar was absent from the meeting.</p>	
2.	<p><b>Declarations of interests</b></p> <p>There were no declarations of interests given.</p>	
3.	<p><b>Notification of any urgent business to be discussed</b></p> <p>The Chair stated that they felt all urgent items were included in the agenda but asked Members if they were aware of any other items of urgent business – none were raised.</p>	
4.	<p><b>Governance</b></p>	
4.1	<p><b>Nomination of new governors</b></p> <p>The Chair asked Members to welcome Matt Jones as the new staff governor, noting that he has been a member of College staff for some time and that information about him had been shared in the meeting documentation. The process for electing student governors is ongoing and the Board will be notified of election results soon. The Chair recognised that these elections were following the process that had been agreed last year.</p> <p>The Chair informed Members that Tim Major had resigned with immediate effect due to pressing external workload. The Board will be looking for new external members to maintain a balance of their skills.</p> <p>That Chair asked the Board asking for their approval to remove a particular Member, due to their absence from meetings and lack of communication. The process for this is depicted in the Articles of Governance, which states that when a Member has been absent for six months without explanation or approval, the Board are able to remove them and should formally write to them to inform them of this decision.</p> <p><b>The Board unanimously voted to remove this Member from the Board.</b></p> <p>The Chair informed Members that this action meant there was a vacancy for the role of SEND Link Governor, and that the Search and Governance Committee had previously reviewed an application from Steve Dixon (SD), whose information had been shared in the Board pack. The Board were informed of SD's experience and that they had been interviewed by the Chair and PCE. The Board were asked to vote on SD being accepted as a Member of the Board.</p> <p><b>The Board unanimously voted to accept SD as a Member of the Board.</b></p> <p>The Chair asked Members to note that since the last meeting a written resolution has taken place, to make EDF the accounting officer which will remain in place until the PCE is fully back to work.</p> <p>Members were informed that there has been contact with other colleges that have been involved in the pilot Ofsted scheme. Colleges have reported that Ofsted has scrutinised minutes from meetings and stated the need to demonstrate challenge. The Chair informed Members that for all meetings,</p>	

	<p>including individual committees, there is a need to produce quality minutes that record challenge.</p> <p><b>ACTION:</b></p> <p><b>For the date of TM's resignation from the Board to be recorded (GP).</b></p> <p><b>For the date of SD joining the Board to be recorded (GP).</b></p>	
4.2	<p><b>Minutes of previous meeting</b></p> <p>The minutes of the Corporation Board meeting on 21<sup>st</sup> July 2025 were unanimously approved by the Board.</p>	
4.3	<p><b>Matters arising from the minutes</b></p> <p>To review the action log:</p> <ul style="list-style-type: none"> <li>• The Chair informed the Board that the process of reviewing the action log is changing.</li> <li>• All items on the action log were discussed, noting that some of these are ongoing and some are on the agenda for this meeting.</li> <li>• Notably the draft of the goals and objectives of PCE and SPH needs to remain open.</li> <li>• The Chair noted the amount of work that has taken place regarding governance documentation.</li> </ul>	
4.4	<p><b>Search and Governance update</b></p> <p>EDGSP informed the Board that there were several documents that were presented to the Search and Governance Committee that require Board approval.</p> <p><b>The Board unanimously approved all documents.</b></p> <p>The Chair discussed the imminent Ofsted inspection, noting that Members had asked what they can do to help with preparations. They were informed they should do the following:</p> <ul style="list-style-type: none"> <li>• Be 100% compliant with training, this includes the update to KCSIE 2025 which was launched today.</li> <li>• Ensure they have completed their skills audit, annual return and register of financial interests.</li> <li>• Let ND know their availability between now and the end of the year to enable plans to be made for when the inspection occurs.</li> </ul> <p>The Chair also informed the Board that:</p> <ul style="list-style-type: none"> <li>• DP will be commencing Ofsted inspector training soon.</li> <li>• The expectation is that the College will be inspected during the next half-term.</li> </ul>	
4.5	<p><b>Audit Committee Report</b></p> <p>The Chair referred Members to the Audit Committee report, which also refers to the FEC Recommendation 3 – the risk register. The following items were discussed:</p> <ul style="list-style-type: none"> <li>• That the risk register is a work in progress.</li> <li>• The format of the risk register document – it was commented that it could be presented differently to make it more accessible to read on screen.</li> <li>• The need for the College to invest in resources in certain areas that enable items on the risk register to be addressed.</li> <li>• That it might be useful to invest in a resource who can work with RS on the risk register.</li> </ul> <p>The Chair asked members if they had any questions regarding the Audit Committee report – none were raised.</p>	
4.6	<p><b>Governors' Annual Declaration and Register of Interests</b></p> <p>It was confirmed by GP that all had been received apart from one.</p>	

4.7	<p><b>Governors' compulsory training</b></p> <p>It was confirmed that all Governor training is up to date apart from the KCSIE 2025 update that went out today.</p>	
4.8	<p><b>Policies</b></p> <p>The following policies were recommended for approval:</p> <ul style="list-style-type: none"> <li>• Health and Safety policy</li> <li>• GDPR policy</li> </ul> <p>The following points were discussed:</p> <ul style="list-style-type: none"> <li>• It had been noted that on some policies 'names' were used instead of 'roles'.</li> <li>• Work is ongoing to ensure that policies are correct on the College website.</li> <li>• A question was asked about whether these policies had been completely re-written or had minor modifications? It was confirmed that these policies had only been updated in terms of names/roles, as a few years ago most policies had been subject to a complete re-write.</li> <li>• MJ raised a point about personal protective equipment on the Health and Safety policy, which will be amended.</li> </ul> <p><b>Action:</b></p> <p><b>For changes and amendments to be made clear when documents are sent for approval (GP).</b></p> <p><b>The Board approved both the Health and Safety policy and the GDPR policy.</b></p>	
4.9	<p><b>Introduction of Key Performance Indicator Framework</b></p> <ul style="list-style-type: none"> <li>• This relates to Recommendation 1 from the FEC</li> <li>• The FEC Recommendations state that a report about KPIs must be presented to the Board.</li> </ul> <p>DP informed the Board of the following:</p> <ul style="list-style-type: none"> <li>• The process of developing a set of meaningful KPIs.</li> <li>• That this is an overarching document, a more detailed one was presented to the Curriculum and Quality Committee.</li> <li>• This document compares College outcomes against national benchmarks and previous performance.</li> </ul> <p>The following questions were asked:</p> <ul style="list-style-type: none"> <li>• Is there too much detail provided regarding English and Maths?</li> <li>• What are the completion rates for student surveys? It was confirmed that this information is now recorded in the SAR.</li> <li>• Does every item have the same weighting/importance?</li> <li>• Is there enough information on HE?</li> <li>• If there is a student survey, should there be a staff survey? It was also suggested that there could be an employer survey.</li> <li>• Is there data in terms of vulnerable students' achievement?</li> <li>• Can this document be linked to the risk register?</li> <li>• Could there be a summary or dashboard of what's been done?</li> </ul> <p>Members stated that they were happy to see this document and that it is a good starting point, although it is still a work in progress.</p>	
5	<p><b>Campus Development</b></p>	
5.1	<p><b>Land sale</b></p> <p>5.1.1 – EDGSP presented the plan from the Special Finance and Resources Committee meeting on 9<sup>th</sup> October. Two proposals were recommended and the Board were asked for their approval for further investigations to be</p>	

	<p>carried out.</p> <p>The following points were discussed:</p> <ul style="list-style-type: none"> <li>• For a minimal amount of resources to be put towards these investigations.</li> <li>• Assurance was sought for due diligence.</li> <li>• Whether something different was going to be done with the hospice site? It was confirmed that it was.</li> </ul> <p><b>The Board unanimously approved the recommendation from the Special Finance and Resources Committee.</b></p> <p>5.1.2. – EDGSP presented the paper to inform Members of the delays. The developers have answered questions raised and these are now with the solicitors.</p> <p>The following points were discussed:</p> <ul style="list-style-type: none"> <li>• Would it be useful for the College to employ an agent to oversee this process?</li> <li>• That the role of EDGSP is too big for one person and there is a need to apply resources here.</li> <li>• That the site has been developed in different parts, not as a whole site.</li> <li>• If the solicitors are being productive enough – EDGSP acknowledged that a lot of time is spent managing the relationship between developers and solicitors.</li> <li>• The future retail development – it was reported that ALDI are still keen.</li> </ul> <p><b>Action:</b>  <b>EDGSP, DP and SO to look at what EDGSP is accountable for and how this can be best resourced.</b></p>	
<b>6</b>	<b>Curriculum and Quality</b>	
<b>6.1</b>	<p><b>Review of the Self-Assessment Report</b></p> <p>The following items were discussed:</p> <ul style="list-style-type: none"> <li>• That the work of the Curriculum and Quality Committee had led to open discussions and questions that had been responded to in a ‘refreshingly un-defensive’ way.</li> <li>• Members acknowledged the amount of work in producing the document and commended it to the Board as clear-sighted and not defensive.</li> <li>• That this report was written early given the likelihood of Ofsted arriving soon, although it was acknowledged that this could mean the data might change.</li> <li>• That it presents a positive journey over the three-year trend.</li> <li>• That the College should celebrate progress but not be complacent.</li> <li>• Members asked if significant changes were made to the report? They were informed that changes were minor and in line with responses from the Curriculum and Quality Committee.</li> </ul> <p><b>The report was unanimously approved by the Board.</b></p>	
<b>6.2</b>	<p><b>Student enrolments</b></p> <p>The following items were discussed:</p> <ul style="list-style-type: none"> <li>• That in the 16-18 bracket the College has more students than allocated funding. This could result in growth funding which will occur automatically if threshold is reached, therefore the aim is to retain learners past the day 42 threshold.</li> <li>• Adult learning consists of lots of short courses throughout the year.</li> </ul>	

	<ul style="list-style-type: none"> <li>• UCN numbers are lower than anticipated due to a football programme not running and the engineering course being under-subscribed.</li> <li>• However, the increase in high needs learners will help to offset the impact of UCN numbers.</li> <li>• UCN learners can be recruited in-year – with a view to start in January. Members asked if this should be on the risk register and were informed that it is being looked at by the Audit Committee.</li> </ul> <p><b>There was a short break at 5.15pm.</b></p>	
<b>6.3</b>	<p><b>Deep Dive discussion – offsite provision</b></p> <p>The Chair welcomed this report as offsite provision currently accounts for 45% of the College’s 16-18 provision. DP presented both documents and informed the Board of the following:</p> <ul style="list-style-type: none"> <li>• This is a snapshot view of the offsite provision.</li> <li>• There is an associated plan with key actions split into workstreams.</li> <li>• The purpose of the plan is to integrate the provision so that it is within the College.</li> <li>• It was noted that there are currently no written agreements with clubs and that this is now being actioned.</li> </ul> <p>The following areas were discussed:</p> <ul style="list-style-type: none"> <li>• How achievable is the plan?</li> <li>• Does the College have the resources to complete the plan and what is the timeframe? It was confirmed that the plan should end in January.</li> <li>• That the Board needs to decide which provisions to keep.</li> <li>• That governors need to be certain that the safeguarding culture and quality of teaching and learning is across all areas that Newbury College students access.</li> <li>• CW and DF will be visiting offsite provision.</li> <li>• That Newbury College teachers provide education for students who struggled to attend school – offsite provision allows for this to happen.</li> <li>• There was discussion over setting limits for the % of offsite provision.</li> <li>• It was felt that the plan needed to be completed and further discussion held before any further decisions are made.</li> </ul>	
<b>7</b>	<b>Finance and Resources</b>	
<b>7.1</b>	<b>Budget update #</b>	
<b>7.2</b>	<p><b>Monthly management accounts, forecast and cashflow #</b></p> <p>Members were asked if they had any questions or concerns about the accounts. No questions or concerns were raised - Members stated that the pack was clear.</p>	
	<b>Other items</b>	
<b>8.</b>	<p><b>Review of FEC recommendations and progress #</b></p> <p>The Chair reminded the Board of the 11 FEC recommendations and stated that they are all time constrained and are creating a significant amount of work. Members were asked if they had any questions relating to the recommendations – none were raised.</p> <p>The Chair asked the Staff Governors if staff felt they were being informed enough on significant issues such as the SPA process and Ofsted. The Board were informed that staff noted communication had improved, that the information has been made available and that Ofsted training was</p>	

	happening this week.	
9.	<b>SPA process update #*</b> This item will be recorded in confidential minutes.	
10.	<b>Risk Register review</b> This item was discussed earlier in the meeting.	
11.	<b>Safeguarding update</b> The Vice Chair informed Members of their termly safeguarding meeting with the College safeguarding team and that the report was shared earlier today. It was noted that the DSL's role is considerable, especially with the additional work outlined in the offsite Deep Dive. The Board were informed of the following: <ul style="list-style-type: none"> <li>• An external whistleblower complaint that was sent to the DfE and Ofsted.</li> <li>• The College held an internal investigation and employed external support to provide a snapshot of current safeguarding provision.</li> <li>• The College engaged with the FEC and the NLG (National League of Governance).</li> <li>• The investigation found the complaint to be factually incorrect, and the College has submitted a strong rebuttal to the DfE.</li> <li>• The College will work to ensure that all staff are aware of the DSL.</li> <li>• It was noted that returning students might be confused by the change in safeguarding team, therefore work is in place in terms of visibility, updating posters and external web pages.</li> <li>• The College has asked the DfE to encourage the person who made the complaint to contact the College in order to fully understand the complaint and offer support.</li> <li>• Members were informed that the DfE seem happy with the College's response.</li> <li>• The Vice Chair stated that the College had acted quickly to ensure that the external review was in place and the process was followed well.</li> <li>• The Chair noted that the external review has demonstrated areas where the College needs extra resources.</li> <li>• There will be a face-to-face safeguarding update in this week's staff training.</li> </ul>	
12.	<b>People Strategy Update</b> <ul style="list-style-type: none"> <li>• Members noted that the EDCS had produced the document that they had asked for.</li> <li>• Members were asked to review the document and provide feedback.</li> </ul>	
13.	<b>Any other business</b>	
14.	<b>External governors' discussion*</b> Staff governors and SPH left the meeting at 7.15pm.	
14.1	<b>To approve the confidential minutes of 21<sup>st</sup> July 2025</b>	
15.	<b>To approve the draft HoT</b>	
16.	<b>To approve the draft plan</b>	
	<b>Meeting closed at 20:00 hours</b>	
	<b>Date and time of next meeting: Corporation Board 15<sup>th</sup> December 2025 at 3pm</b>	

# Denotes items not previously considered by a Committee of the Corporation

\* Denotes confidential items

Signed: *Sally Osmond*

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Sally Osmond (Jan 15, 2026, 4:21pm)

(Chair) Date: 15 Jan 2026



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### Parties involved with this document

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